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May 29, 2002

Ex Parte

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
455 12th Street, S.W. - Portals
Washington, DC 20554

Re: Bell Atlantic Corp. and GTE Corp., CC Docket No. 98-184

Dear Ms. Dortch:

The enclosed letter was provided to D. Attwood today. If you have any questions, please do not hesitate to call me.

Sincerely,

A handwritten signature in cursive script that reads "Dee May".

Enclosure

cc: D. Attwood
C. Matthey
W. Dever
M. Stone
A. Dale

Dee May
Assistant Vice President
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May 29, 2002

Ms. Dorothy Attwood
Chief, Wireline Competition Bureau
Federal Communications Commission
455 12th Street, S.W.
Washington, DC 20554

Dear Ms. Attwood:

Pursuant to Condition V, Attachment A, Paragraph 4 of the order approving the merger between Bell Atlantic and GTE ("Merger Order"), as modified by the Consent Decree (FCC 02-119) released on April 23, 2002, Verizon hereby provides notice that on April 29, 2002 the New York Public Service Commission adopted certain changes to the New York Carrier-to-Carrier Guidelines (the New York "business rules"). Attachment 1 to this letter is a copy of the New York PSC's April 29 Order. Verizon recommends incorporating all of the changes adopted by the New York PSC which relate to the Federal Carrier-to-Carrier Plan.

Attachment 2 to this letter is a redline of the Guidelines contained in Attachment A of the Merger Conditions to reflect those changes adopted by the New York State Public Service Commission on April 29, 2002 that relate to the Federal Carrier-to-Carrier Plan. The redline in Attachment 2 also contains several additional changes. First, the New York PSC also issued an order concerning the New York Carrier-to-Carrier Guidelines on October 29, 2001. Since the Consent Decree eliminated the requirement for the third semi-annual review when the October 29, 2001 New York order would have been reviewed, these changes have not been presented to you previously. Attachment 3 to this letter is a copy of the New York PSC's October 29, 2001 Order. Verizon recommends incorporating all of the changes adopted by the New York PSC on October 29, 2001 which relate to the Federal Carrier-to-Carrier Plan with the exception of certain changes to the PR-3-08 and MR-4 Performance Measurements: the removal of Resale POTS, UNE P and UNE Other (Switch INP) products from and the addition of the Hot Cut Loop product to PR-3-08 and the disaggregation of Specials in MR-4. The removal of the specified products from the PR-3-08 Performance Measurement would result in the number of days for their completion not being measured when no dispatch is required (in the New York Guidelines, this measure duplicated other PR-3 measures for these products). The addition of the Hot Cut Loop product to the same measurement is unnecessary since performance for this product is adequately measured by PR-9-01 % On Time Performance – Hot Cut. The disaggregation of Specials for the MR-4 Performance Measurement is not necessary and could produce small sample sizes in a number of states. The redline in Attachment 2 also includes those changes

adopted by the New York PSC on October 29 which relate to the Federal Carrier-to-Carrier Plan that Verizon recommends.

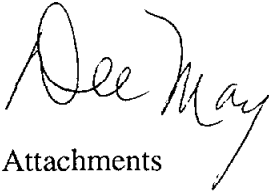
Second, the redline also includes some suggested changes to the Guidelines to ensure consistency in the language of the Plan and ensure the accuracy of the Plan.

Third, we have reflected the addition of Arizona into the annual caps of the plan. The annual caps for Arizona in Performance Plan Years 2 and 3 were calculated in the same manner as those for the other Verizon states. The amount for Performance Plan Year 3 is based on the year 3 cap amount for Texas in the SBC merger plan, pro-rated for Arizona using lines in service for each company in the respective states in 1999. Year 2 was then calculated at 75% of year 3, again similar to the calculation used for other Verizon states. (Please note that the Total for Performance Plan Year 3 includes both the correction of a typographical error and the addition of the cap amount for Arizona.)

Attachment 4 is summary of all of the changes reflected in the redline, with those changes related to the New York orders identified separately. Attachment 4 also indicates our planned implementation schedule for the clarifications and changes identified.

If you have any questions, please do not hesitate to call me.

Sincerely,

A handwritten signature in cursive script, appearing to read "Dee May".

Attachments

cc: C. Matthey
W. Dever
M. Stone